

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

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U.S. DISTRICT COURT
WESTERN DISTRICT MICH

BY *gl*

STEELCASE INC., a Michigan
corporation,

Plaintiff,

Case No. 1:04CV0026

v

Honorable Robert Holmes Bell
Chief U.S. District Judge

HARBIN'S INC., an
Alabama corporation,

Defendant.

DECLARATION OF JAMES G. O'CONNOR PURSUANT TO 28 U.S.C. § 1746

I, James G. O'Connor, declare as follows:

1. I am providing this declaration in support of Plaintiff, Steelcase Inc.'s ("Steelcase") Brief In Opposition to Defendant, Harbin's Inc.'s Motion to Dismiss For Lack of Personal Jurisdiction and For Improper Venue Pursuant to Fed. R. Civ. P. 12(b)(2) & (3) or in the Alternate Transfer of Venue. If sworn as a witness, I could competently testify to the facts set forth below based on my own personal knowledge and/or the records of Steelcase kept in the normal course of its business.

2. I am employed as Senior Corporate Counsel at Steelcase. I have been in that position since February, 2000.

3. Steelcase has its corporate headquarters in Grand Rapids, Michigan. In addition to its corporate headquarters, Steelcase also has substantial design, marketing, and manufacturing operations in and around Grand Rapids, Michigan ("Grand Rapids"). Steelcase's

financial records concerning its dealings with defendant Harbin's Inc. are located in Grand Rapids.

4. Steelcase sells its products throughout the world through a network of independent dealers. The dealers purchase products from Steelcase and resell them to the end-user.

5. Defendant Harbin's Inc. ("Harbin's") was a Steelcase dealer from on or before 1991 until November 18, 2003, when Steelcase revoked Harbin's dealership status for failure to pay for product purchased.

6. Steelcase has sued Harbin's for over \$368,000.0 due and owing for product purchased by Harbin's and manufactured, sold, and delivered by Steelcase. To prove its claims against Harbin's, Steelcase may call a number of witnesses that work and reside in the Grand Rapids, Michigan area. The following is a list of those witnesses:

- **Steven Waugh.** Mr. Waugh is the Director of Corporate Credit at Steelcase. Mr. Waugh had the responsibility of overseeing Harbin's payment and financial obligations to Steelcase. Mr. Waugh was also involved in the decision to terminate Harbin's dealership.
- **Marvis James.** Mr. James is a Corporate Credit Manager at Steelcase and, in that capacity, was responsible for overseeing Harbin's account when it accrued a past due balance. Mr. James reviewed Harbin's financial reports and made decisions about its creditworthiness and assessed its ability to pay for its orders. Once Harbin's account went into arrears, Mr. James had regular contact with Harbin's through its president, Michael Harbin and received some payments from Harbin's.
- **Deborah DeYoung.** Ms. DeYoung is a member of the Solutions Fulfillment Team ("SFT") at Steelcase. As an SFT member, she was responsible for resolving any problems Harbin's claimed with an order.
- **Nita Freeman.** Ms. Freeman is also an SFT member. As such, she was responsible for resolving any problems that Harbin's claimed with an order.

- **Steven Bush.** Mr. Bush is a Credit Analyst at Steelcase Financial Services, Inc. He reviewed Harbin's financial statements to assess its creditworthiness and ability to pay debts.
- **Daniel Buyze.** Mr. Buyze is in the Steelcase Transportation Department and can testify regarding delivery of Steelcase product to Harbin's.
- **Steve Morrow.** Mr. Morrow is Vice President of Dealer Relations. He was involved in the decision to terminate Harbin's dealership.

These witnesses would be able to testify concerning the product sold and delivered to Harbin's, the failure of Harbin's to pay for that product, the lack of any legitimate reason for Harbin's refusal and/or failure to pay, and the termination decision.

7. In addition to the witnesses listed above, Steelcase is likely to call James Van Dyk, the current Manager of Corporate Credit. In that position, Mr. Van Dyke has extensive knowledge concerning Steelcase financing arrangements, the status of Harbin's account, and the amount due from Harbin's to Steelcase. Although Mr. Van Dyk lives in Massachusetts, he is regularly in Grand Rapids, Michigan as part of his normal job duties.

8. Currently, approximately Fifty-Eight Percent (58%) of the Steelcase product shipped from Steelcase's manufacturing facilities in the Grand Rapids, Michigan area is delivered by common carrier. The balance is delivered by Steelcase trucks. Over the past several years, while Harbin's was a Steelcase dealer, the percentage shipped by common carrier was even higher, approximately Sixty-Five Percent (65%).

I declare under penalty of perjury that the foregoing is true and correct.


James G. O'Connor

Subscribed and sworn to before me by James G. O'Connor on this 22nd day of March, 2004, in Kent County, Michigan.

Signature

Printed: Angelic Roberts

County of Commission: Kent County

Commission Expiration Date: 04-03-04